

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

DENNIS E. SMITH, On Behalf
Of Himself and All Others Similarly Situated,

Plaintiff,

v.

VASO ACTIVE PHARMACEUTICALS, INC.,
STEPHEN G. CARTER, and JOHN J. MASIZ,
Defendants.

CIVIL ACTION NO.
04-10708 (RCL)

CHRISTOPHER PEPIN, Individually and On
Behalf Of All Others Similarly Situated,

Plaintiff,

v.

VASO ACTIVE PHARMACEUTICALS, INC.,
STEPHEN G. CARTER, and JOHN J. MASIZ,
Defendants.

CIVIL ACTION NO.
04-10763 (RCL)

MODHI GUDE and ARJI GAUTHAMI, On Behalf
Of Themselves and All Others Similarly Situated,

Plaintiffs,

v.

VASO ACTIVE PHARMACEUTICALS, INC.,
STEPHEN G. CARTER, and JOHN J. MASIZ,
Defendants.

CIVIL ACTION NO.
04-10789 (RCL)

**STIPULATION AND [PROPOSED] ORDER EXTENDING THE TIME OF
THE DEFENDANTS TO ANSWER, MOVE OR OTHERWISE
RESPOND TO THE COMPLAINT AND ACCEPTING SERVICE**

The parties hereto, by and through their counsel, hereby agree as follows:

In exchange for Plaintiff(s) entering into this stipulation, the defendants agree to accept service of the Complaints in the above-entitled actions, the date of service to be deemed April 13, 2004.

The consolidated amended complaint shall be due sixty (60) days after the Court's selection of a lead plaintiff pursuant to § 21 D(a)(3) of the Securities Exchange Act of 1934 (15 U.S.C. §§ 78a et seq.).

Defendants shall have sixty (60) days following the filing of the consolidated amended complaint to answer, move or otherwise respond to the complaint.

If the Defendants move to dismiss the consolidated amended complaint, plaintiffs shall have sixty (60) days from the receipt of Defendants' motion to file their opposition(s) thereto.

Following the receipt of plaintiffs' opposition, Defendants shall have thirty (30) days to file a reply brief in support of their motion(s) to dismiss.

Respectfully submitted,

DENNIS E. SMITH,
On Behalf of Himself and All
Others Similarly Situated,

VASO ACTIVE PHARMACEUTICALS, INC.
and JOHN J. MASIZ,

MODHI GUDE and ARJI GAUTHAMI,
On Behalf Of Themselves and All Others Similarly
Situated,

By their attorneys,

CHRISTOPHER PEPIN,
Individually and On Behalf All Others Similarly
Situated

/s/ Colleen Dunham Henschke
Jeffrey B. Rudman (BBO #433380)
Michael G. Bongiorno (BBO #558748)
Colleen Dunham Henschke (BBO #645009)
HALE AND DORR LLP
60 State Street,
Boston, Massachusetts 02109
(617) 526-6000

By their attorneys,

/s/ Nancy Freeman Gans
Nancy Freeman Gans (BBO#184540)
MOULTON & GANS, P.C.
33 Broad Street, Suite 100
Boston, MA 02109
(617) 369-7979

Richard S. Kraut
DILWORTH PAXSON LLP
1818 N Street, N.W., Suite 400
Washington, D.C. 20036
(202) 452-0900

*Co-counsel for Plaintiffs Dennis E. Smith,
Modhi Gude and Arji Gauthami:*

William S. Lerach
Darren J. Robbins
LERACH COUGHLIN STOIA
& ROBBINS LLP
401 B Street, Suite 1700
San Diego, CA 92101
(619) 231-1058

STEPHEN G. CARTER

By his attorney,

Azra Mehdi
LERACH COUGHLIN STOIA
& ROBBINS LLP
100 Pine Street
Suite 2600
San Francisco, CA 94111
(415) 288-4545

/s/ Kay B. Lee
John A. Stenn (BBO #629577)
Kay B. Lee (BBO #647224)
GREENBERG TRAURIG, LLP
One International Place
Boston, MA 02110
(617) 310-6083

Co-counsel for Plaintiff Christopher Pepin:

Steven G. Schulman

Peter E. Seidman

Andrei V. Rado

Sharon M. Lee

MILBERG WEISS BERSHAD

& SCHULMAN LLP

One Pennsylvania Plaza

New York, NY 10019

(212) 594-5300

IT IS SO ORDERED:

United States District Judge

Dated: _____

3059379_1